

AMENDMENT # 3

**STATEWIDE MASTER SERVICE AGREEMENT FOR SERVICES OF INDEPENDENT
CONTRACTOR**

A Contract between the National Association of State Procurement Officials (NASPO) and the Multi-State
Corrections Procurement Alliance (MCPA)
Acting by and through the State of Nevada

Department of Administration
Purchasing Division
515 E. Musser Street, Suite 300
Carson City, Nevada 89701
Contact: Ronda Miller, Purchasing Officer
Phone: (775) 684-0182 • Fax: (775) 684-0188
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and

JPay Inc.
12864 Biscayne Blvd, Suite 243
Miami, Florida 33181
Contact: Errol Feldman, General Counsel
Phone: (305) 577-5543 Fax: (305) 893-8895
E-mail: efeldman@jpay.com

1. **AMENDMENTS.** For and in consideration of mutual promises and/or their valuable considerations, all provisions of the original contract resulting from Request for Proposal #1901 and dated July 19, 2011, attached hereto as Exhibit A, remain in full force and effect with the exception of the following:

- A. This amendment is to rescind Amendment 2 and change the contract end date back to July 31, 2018. The following Survivability language applies to States or entities that elected to sign a Participating Addendum with a term through July 31, 2022.

3.3.10.1 Any Participating Addendum entered into pursuant to the Master Agreement by JPay Inc. and any Participating State or entity on or prior to July 31, 2018, will survive the Master Agreement based on each that Participating State's or entity's Terms and Conditions in its Participating Addendum. Those customers purchasing, renting or leasing the products or services will continue to receive such products and services from JPay Inc. at the agreed upon contract rate through the term of the relevant Participating Addendum, regardless of whether such term exceeds July 31, 2018. After the expiration of the term of a Participating Addendum executed under the authority of this Master Agreement, a Participating State or participating entity may continue to contract with JPay Inc. on such terms and conditions as the parties may agree if the state statutes applicable to that state or entity permit such arrangement.

Current Contract Language:


3. **CONTRACT TERM.** This contract shall be effective from **August 1, 2011 subject to NASPO/MCPA Board of Directors' approval to July 31, 2022,** unless sooner terminated by either party as specified in paragraph (20).

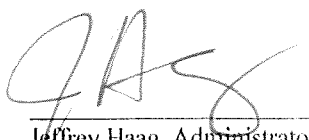
Amended Contract Language:

3. CONTRACT TERM. This contract shall be effective from August 1, 2011 subject to NASPO/MCPA Board of Directors' approval to July 31, 2018, unless sooner terminated by either party as specified in paragraph (20); provided that it shall be understood that any Participating Addendum entered into by JPay Inc. and a Participating State or entity on or prior to July 31, 2018 shall be recognized as a valid Participating Addendum under the Master Agreement resulting from Request for Proposal #1901, even if the term of such Participating Addendum were to exceed July 31, 2018.

2. INCORPORATED DOCUMENTS. Exhibit 1 (Original Contract) is attached hereto, incorporated by reference herein and made a part of this amended contract.
3. REQUIRED APPROVAL. This amendment to the original contract shall not become effective until and unless approved by the Nevada State Board of Examiners.

IN WITNESS WHEREOF, the parties hereto have caused this amendment to the original contract to be signed and intend to be legally bound thereby.

 6/9/17 CEO
Independent Contractor's Signature Date Independent Contractor's Title

 6-29-2017 Approved by NASPO Board of Directors
Jeffrey Haag, Administrator, State of Nevada

On _____
(Date)

Approved as to form by:


Deputy Attorney General for Attorney General

On 28 June 17
(Date)